UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

VIACOM INTERNATIONAL INC., ET AL., Plaintiffs, v. YOUTUBE, INC., ET AL., Defendants.	ECF Case Civil No. 07-CV-2103 (LLS) **DECLARATION OF DANIEL OSTROW**
THE FOOTBALL ASSOCIATION PREMIER LEAGUE LIMITED, ET AL., on behalf of themselves and all others similarly situated, Plaintiffs, v. YOUTUBE, INC., ET AL., Defendants.	ECF Case Civil No. 07-CV-3582 (LLS)

I, Daniel Ostrow, pursuant to 28 U.S.C. § 1746, hereby declare as follows:

1. I am the owner of a marketing company called Total Assault, LLC ("Total Assault") based in Los Angeles, California. Total Assault works on behalf of numerous major record labels, movie studios and television networks to promote their content. Clients of Total Assault include Universal Home Video, Warner Brothers Records, Atlantic Records Group, MTV Networks, ParamountVantage, Sony Pictures Home Entertainment and Lionsgate Home Entertainment. I am over the age of 18 and have personal knowledge of the matters set forth in this declaration. If called as a witness, I could and would testify competently to the matters stated herein.

2. In the course of performing marketing services on behalf of our clients, Total Assault created a YouTube account with the username "BrienTA." The materials

Total Assault employees uploaded to that account were provided by our media company clients and were authorized by them to appear on the YouTube service.

3. Specifically, Total Assault employees uploaded video clips appearing at the following URLs to the YouTube service to promote the music of Warner Brothers Records artist Jamie Kennedy:

Title	URL
Blowin Up - Episode 1, Act 1	http://www.youtube.com/watch?v=k6CSyIS5528
Blowin Up - Episode 1, Act 2	http://www.youtube.com/watch?v=lirJJlViWsE
Blowin Up - Episode 1, Act 3	http://www.youtube.com/watch?v=UXmn2TS_ALQ
Blowin Up - Episode 2, Act 1	http://www.youtube.com/watch?v=WLZfSH3j_Zg
Blowin Up - Episode 2, Act 2	http://www.youtube.com/watch?v=oQUgal6CFSI
Blowin Up - Episode 2, Act 3	http://www.youtube.com/watch?v=i55f6qUSq4A
Blowin Up - Episode 3, Act 1	http://www.youtube.com/watch?v=N7Q-vFtW8Lk
Blowin Up - Episode 3, Act 1 (sic)	http://www.youtube.com/watch?v=88XvlfKnGwI
Blowin Up - Episode 3, Act 3	http://www.youtube.com/watch?v=5tvtDQVpq_o
Blowin Up - Episode 4, Act 1	http://www.youtube.com/watch?v=Ux6aFYuTYNY
Blowin Up - Episode 4, Act 2	http://www.youtube.com/watch?v=pIGQYawzv9c
Blowin Up - Episode 4, Act 3	http://www.youtube.com/watch?v=K4sS0wA_-lA

4. The video clips residing at the URLs referenced in paragraph three were provided to Total Assault by employees at Warner Brothers Records via an FTP website. Warner Brothers Records provided Total Assault with those clips so that it could promote the music of Jamie Kennedy. Those videos clips contain four entire episodes of the MTV television program "Jamie Kennedy's Blowin' Up" split up into three segments each without any commercials. It is my belief that the video clips

referenced in paragraph three of this declaration were authorized by MTV Networks to appear on YouTube and that Total Assault had full rights to distribute them.

5. Total Assault performed marketing work directly on behalf of MTV Networks. At the direction of MTV Networks, Total Assault uploaded clips from the MTV programs "Cheyenne" and "Two-A-Days" to YouTube using the "BrienTA" YouTube account.

6. The practice by viral marketers of using YouTube to promote music, television programs and motion pictures is widespread. Total Assault has uploaded hundreds of videos to the YouTube service to promote our clients' content. Total Assault has used, among others, the following YouTube usernames when uploading materials to the YouTube service on behalf of our clients: armyofanyonemusic, atreyuvideos, BrienTA, jaredisburning, jredmoney, juniorejcts, TAvideos, totalassault and totalken.

7. On July 28, 2009, I produced documents pursuant to a subpoena issued by YouTube in this case. Those documents were original copies of emails from my electronic files that were sent and received by me in the ordinary course of my regularly-conducted marketing activities. It was and is my regular practice to store email communications during the course of a marketing campaign to document and record the business activities of Total Assault.

I declare under penalty of perjury that the foregoing is true and correct. Executed on this 8 day of August, 2009 in Los Angeles, California.

Daniel Ostrow